

Stephen R. Thomas, Bar #2326
MOFFATT, THOMAS, BARRETT, ROCK &
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22-391

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
Debtors.	:	(Jointly Administered)
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AFFIDAVIT OF LEGAL ORDINARY COURSE PROFESSIONAL

STATE OF IDAHO)
) ss:
COUNTY OF ADA)

Stephen R. Thomas, being duly sworn, deposes and says:

1. I am a principal of Moffatt, Thomas, Barrett, Rock & Fields, Chtd.
("Moffatt Thomas") which firm maintains offices at 101 South Capitol Boulevard, 10th Floor,
Boise, Idaho 83701.

2. Neither I, nor any partner, auditor or other member thereof, insofar as I
have been able to ascertain, has any connection with the above-captioned debtors and debtors-in-
possession (the "Debtors"), their creditors, or any other party-in-interest, or their attorneys,
except as set forth in this affidavit.

3. Moffatt Thomas has represented and advised the Debtors in 2005 with respect to a specific of aspects of the Debtors' businesses, as detailed in paragraph 4 of this affidavit.

4. The Debtors have requested, and Moffatt Thomas has agreed, to continue to represent and advise the Debtors pursuant to section 327(e) of title 11 of the United States Code, 11 U.S.C. §§101-1330, as amended (the "Bankruptcy Code"), with respect to the below matters, i.e., the Debtors have requested, and Moffatt Thomas proposes to render the following services to the Debtors: defend the Delphi Defendants, if and when required to do so, in a property damages fire loss subrogation case known as *Building Material Holding Corporation, et al. v. Bayview Technology Group, L.L.C., Peak Industries, Inc., M.C. Wholesale, Inc., Dan Hoot USA Technologies, Inc., Delphi Medical Systems Colorado Corporation, Delphi LLC, Delphi Corp.*, Seventh Judicial District, Bonneville County, Case No. CV-05-959. The Delphi Defendants in the aforesaid case are Peak Industries, Inc., Delphi Medical Systems Colorado Corporation, Delphi, LLC, and Delphi Corp.

5. Moffatt Thomas' current fees arrangement is an hourly arrangement for 2006, billed monthly, \$235.00 (partner), \$165.00 (associate), and \$95.00 (paralegal).

6. Except as set forth herein, no promises have been received by Moffatt Thomas or any partner, auditor or other member thereof as to compensation in connection with these chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules, orders of this Court, and the Fee Guidelines promulgated by the Executive Office of the United States Trustee.

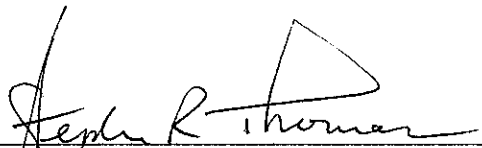
7. Moffatt Thomas has no agreement with any entity to share with such entity any compensation received by Moffatt Thomas.

8. Moffatt Thomas and its partners, auditors, and other members may have in the past represented, currently represent, and may in the future represent entities that are claimants of the Debtors in matters totally unrelated to these pending chapter 11 cases. For example, from time to time, Moffatt Thomas has defended General Motors in Idaho product liability lawsuits, but has no open files at this time. Moffatt Thomas does not and will not represent any such entity in connection with these pending chapter 11 cases and does not have any relationship with any such entity, attorneys or accountants that would be adverse to the Debtors or their estates.

9. Neither I, Moffatt Thomas, nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors, or their estates in the matters upon which Moffatt Thomas is to be engaged, other than a general unsecured creditor's claim for \$5,001.10 in fees and costs for legal services rendered to the Delphi Defendants prior to its filing a petition with this court, all with regard to defending these Defendants in the state court action specified in paragraph 4 above.

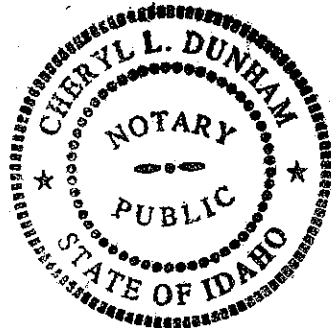
10. The foregoing constitutes the statement of Moffatt Thomas pursuant to sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).


Further affiant sayeth not.



Stephen R. Thomas

SUBSCRIBED AND SWORN to before me this 14 day of April, 2006.





NOTARY PUBLIC FOR IDAHO
Residing at Eagle, ID
My Commission Expires 04/25/2007

CERTIFICATE OF SERVICE

STEPHEN R. THOMAS, ATTORNEY, hereby certifies that on April 25, 2006, served a copy of the Affidavit of Legal Ordinary Counsel Professional, upon the following interested parties via first class mail:

Delphi Corporation
Attention: General Counsel
5725 Delphi Dr.
Troy, MI 48098

Latham & Watkins
Attention: Mark A. Broude, Esq.
885 Third Ave.
New York, NY 10022

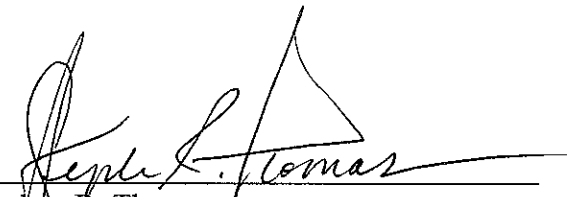
Skadden, Arps, Slate, Meagher & Flom
Attention: John W. Butler, Jr., Esq.
333 W. Wacker Dr., Suite 2100
Chicago, IL 60606

Simpson Thacher & Bartlett LLP
Attention: Marissa Wesley, Esq.
425 Lexington Ave.
New York, NY 10017

United States Trustee
Attention: Alicia M. Leonhard, Esq.
33 Whitehall St., Suite 2100
New York, NY 10044

Davis Polk & Wardwell
Attention: Marlane Melican, Esq.
450 Lexington Ave.
New York, NY 10017

DATED: April 25, 2006



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